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Mr. David Waddell
Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

In Re: *Docket to Establish Generic Performance Measures, Benchmarks and
Enforcement Mechanisms for BellSouth Telecommunications, Inc.*
Docket No. 01-00193

Dear David:

Please find enclosed the original and thirteen copies of a Petition to Intervene filed
on behalf of Mpower Communications Corporation ("Mpower") in the above-captioned proceeding.

Very truly yours,

BOULT, CUMMINGS, CONNERS & BERRY, PLC

Henry Walker

By: *by WLM*
Henry Walker

HW/wlm

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

April 6, 2001

IN RE: *Docket to Establish Generic Performance Measurements, Benchmarks and
 Enforcement Mechanisms for BellSouth Telecommunications, Inc.*
 Docket No. 01-00193

PETITION TO INTERVENE

Mpower Communications Corporation ("Mpower") petitions the Authority to intervene as a matter of right in the above-captioned proceeding pursuant to T.C.A. § 4-5-310.

The above-captioned docket concerns the development of a common set of performance measurements, benchmarks and enforcement mechanisms to ensure that BellSouth Telecommunications, Inc. ("BellSouth") provides non-discriminatory access to its network elements as required by the Telecommunications Act of 1996.

Mpower purchases network elements from BellSouth and therefore has an interest in the outcome of this proceeding. Granting this petition will not impair the orderly and prompt conduct of these proceedings.

An order granting the petition is attached.

Respectfully submitted,

By: Henry Walker by HWM
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Nashville, Tennessee 37219
(615) 252-2363

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE**

April 6, 2001

IN RE: *Docket to Establish Generic Performance Measurements, Benchmarks and
Enforcement Mechanisms for BellSouth Telecommunications, Inc.*
Docket No. 01-00193

ORDER

For good cause shown, the Authority finds that Mpower Communications Corporation ("Mpower") is entitled to intervene in the above-captioned proceeding pursuant to T.C.A. § 4-5-310. Mpower has an interest in the development of a common set of performance measurements, benchmarks and enforcement mechanisms to ensure that BellSouth provides non-discriminatory access to its network elements. The petition is therefore GRANTED.

Chairman

ATTEST:

Executive Director

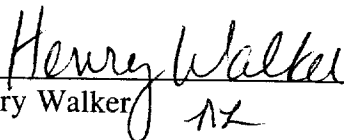
CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing has been forwarded via U.S. Mail, postage prepaid, to the following on this the 5th day of April, 2001.

Guy Hicks, Esq.
BellSouth Telecommunications, Inc.
333 Commerce St.
Suite 2101
Nashville, TN 37201-3300

Jim Lamoureux, Esq.
AT&T Communications of the South Central States
Room 8068
1200 Peachtree St., NE
Atlanta, GA 30309

Tim Phillips, Esq.
Office of the Attorney General
Consumer Advocate and Protection Division
P.O. Box 20207
Nashville, TN 37202


Henry Walker *HZ*